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**SLK&M**

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Gary R. Shendell

Also Admitted in New Jersey

June 15, 1999

**Via Federal Express**

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-06/15/99--01058--012

\*\*\*\*157.50 \*\*\*\*78.75

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: **GARY01. INC. and  
SRKD TRADING CORP.**

Gentlemen:

Please file the enclosed Articles of Incorporation for each of the above-named corporations, and return a certified copy of each to the undersigned.

I have enclosed my firm's check in the amount of \$157.50, (\$78.75 for each corporation), representing your filing fee, the registered agent fee, and the fee for providing a certified copy.

Should you have any questions regarding the enclosures, please do not hesitate to contact me.

Very truly yours,

  
Gary R. Shendell

GRS/kp  
Enclosures

cc: Glenn Chwatt

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**FILED**  
99 JUN 16 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*gsc 6/16*

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Telephone 954/462-4602  
Florida Wats 800/329-4602

Miami Office

Telephone 305/670-3700  
Florida Wats 800/329-2911

Tampa Office

Telephone 813/209-9611  
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ARTICLES OF INCORPORATION  
OF  
GARY O1.INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation act, does hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is **GARY O1.INC.** The principal office of the Corporation is 2500 North Military Trail, Suite 240, Boca Raton, Florida 33431.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. This corporation is organized for the general purpose of engaging in and transacting any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article 4. Shares. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 par value per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 515 North Flagler Drive, Suite 1600, West Palm Beach, Florida 33401, and the name of its initial Registered Agent at that address is Gary R. Shendell, Esq.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than two. The names and addresses of the initial Directors of the Corporation are:

Gary Oreman	2500 North Military Trail, Suite 240
	Boca Raton, Florida 33431

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

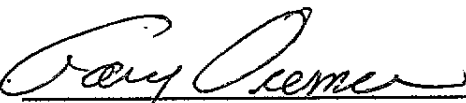
Article 7. Incorporators. The name and address of the Incorporator is as follows:

Gary Oreman

2500 North Military Trail  
Suite 240  
Boca Raton, Florida 33431

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.


The undersigned incorporator has executed these Articles of Incorporation this 14  
day of JUNE, 1999.

By:   
Gary Oreman

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process at for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

GARY 01.INC.

By:   
Gary R. Shendell